

NationsBank, N.A. (Midwest)
Midwest Regional Loan Administration
910 North 11th Street
St. Louis, MO 63101

RECORDATION NO. 18782-B FILED

NOV 25 '97

1-30 PM


NationsBank

SURFACE TRANSPORTATION BOARD
1925 K STREET
WASHINGTON DC 20423

Attn: Janice Fort

Enclosed please find the list indicating the release of all rail cars as shown on the attached list.

Thank you,


Frankie L Martin
314-466-1940

RECEIVED
SURFACE TRANSPORTATION
BOARD

NOV 25 1 30 PM '97

EXHIBIT A

New Herzog No.	Old BN No.	New Herzog No.	Old BN No.
HZGX 6300	BN 953953	HZGX 6301	BN 953954
HZGX 6302	BN 953886	HZGX 6303	BN 953962
HZGX 6304	BN 953928	HZGX 6305	BN 953870
HZGX 6306	BN 953934	HZGX 6307	BN 953876
HZGX 6308	BN 963902	HZGX 6309	BN 953882
HZGX 6310	BN 953910	HZGX 6311	BN 953871
HZGX 6312	BN 953884	HZGX 6313	BN 953933
HZGX 6314	BN 953908	HZGX 6315	BN 953960
HZGX 6316	BN 953932	HZGX 6317	BN 953874
HZGX 6318	BN 953927	HZGX 6319	BN 953996
HZGX 6320	BN 953855	HZGX 6321	BN 953868
HZGX 6322	BN 953956	HZGX 6323	BN 953909
HZGX 6324	BN 953860	HZGX 6325	BN 953885
HZGX 6326	BN 953995	HZGX 6327	BN 953883
HZGX 6328	BN 953942	HZGX 6329	BN 953893
HZGX 6330	BN 953887	HZGX 6331	BN 953964
HZGX 6332	BN 953872	HZGX 6333	BN 953992
HZGX 6334	BN 953955	HZGX 6335	BN 953891
HZGX 6336	BN 953914	HZGX 6337	BN 953929
HZGX 6338	BN 953952	HZGX 6339	BN 953866
HZGX 6340	BN 953913	HZGX 6341	BN 953931
HZGX 6342	BN 953916	HZGX 6343	BN 953912
HZGX 6344	BN 953941	HZGX 6345	BN 953915
HZGX 6346	BN 953998	HZGX 6347	BN 953951
HZGX 6348	BN 953894	HZGX 6349	BN 953950
HZGX 6350	BN 953948	HZGX 6351	BN 953935
HZGX 6352	BN 953926	HZGX 6353	BN 953940
HZGX 6354	BN 953875	HZGX 6355	BN 953917
HZGX 6356	BN 953911	HZGX 6357	BN 953963
HZGX 6358	BN 958440	HZGX 6359	BN 958441
HZGX 6360	BN 953957	HZGX 6361	BN 953961
HZGX 6362	BN 953857	HZGX 6363	BN 953925
HZGX 6364	BN 953889	HZGX 6365	BN 953863
HZGX 6366	BN 953859	HZGX 6367	BN 953895
HZGX 6368	BN 953878	HZGX 6369	BN 953901
HZGX 6370	BN 953937	HZGX 6371	BN 958425
HZGX 6372	BN 953873	HZGX 6373	BN 953862
HZGX 6374	BN 953869	HZGX 6375	BN 953888
HZGX 6376	BN 953903	HZGX 6377	BN 953892
HZGX 6378	BN 953896	HZGX 6379	BN 958428
HZGX 6380	BN 953877	HZGX 6381	BN 953879
HZGX 6382	BN 953856	HZGX 6383	BN 953938
HZGX 6384	BN 953852	HZGX 6385	BN 953800
HZGX 6386	BN 953994	HZGX 6387	BN 953936
HZGX 6388	BN 958453	HZGX 6389	BN 953853
HZGX 6390	BN 953854	HZGX 6391	BN 953858
HZGX 6392	BN 953861	HZGX 6393	BN 953865
HZGX 6394	BN 953867	HZGX 6395	BN 953880
HZGX 6396	BN 953890	HZGX 6397	BN 953907
HZGX 6398	BN 953924	HZGX 6399	BN 953999
HZGX 6400	BN 953930	HZGX 6401	BN 953965
HZGX 6402	BN 953991	HZGX 6403	BN 958449
HZGX 6404	BN 958426	HZGX 6405	BN 958427
HZGX 6406	BN 958430	HZGX 6407	BN 958434

herzog.rpt

1

THE BAKER GROUP CARS PURCHASED FROM FIRST SECURITY BANK OF ROCK SPRINGS
(NOT INCLUSIVE)

464042	BN
464087	BN
464100	BN
464101	BN
464112	BN
464115	BN
464165	BN
464166	BN
464170	BN
464173	BN
464175	BN
464177	BN
464192	BN
464193	BN
464197	BN
464198	BN
464199	BN
464201	BN
464202	BN
464203	BN
464204	BN
464207	BN
464208	BN
464211	BN
464212	BN
464214	BN

SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY


Frankie L. Martin
NationsBank, NA
910 North 11th Street
St. Louis, MO., 63101

DATE: 11/25/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3 (c), on 11/25/97 at 1:30PM, and
assigned recordation number(s). 17895-A and 18782-B.

Sincerely Yours,



Vernon A. Williams
Secretary

Enclosure(s)

\$ 48.00 The amount indicated at the left has been received in payment of a fee in
connection with a document filed on the date shown. This receipt is issued for the amount paid.
In the event of an error or any questions concerning this fee, you will receive a notification after
the Surface Transportation Board has an opportunity to examine your document.

Signature



NOV 25 '97

1-30 PM

RELEASE OF CHATTEL MORTGAGE

For Value Received, NationsBank, N.A., ("NationsBank") successor to Boatmen's First National Bank of Kansas City ("Boatmen's") hereby state as follows:

1. On July 7, 1987, Caldwell Baker Corporation, as agent for First Security Bank of Rock Springs, Trustee (successor in interest to First Security State Bank, Trustee) entered into a Railroad Car Net Lease Agreement for certain railroad cars as set forth therein (the "Cars") (or so many of the cars as were still existence), with Burlington Northern Railroad Company as Lessee (the "BN Lease"). The BN Lease was recorded with the Interstate Commerce Commission on July 28, 1987 pursuant to Section 11303 of the Interstate Commerce Act (49 U.S.C. § 11303) under Recordation No. 5273.
2. An Assignment of Lease was entered into between First Security Bank of Rock Springs (FSB) and The Baker Group L.C., ("Baker") in which FSB irrevocably assigned all of its right, title and interest in the BN Lease to Baker.
3. A Chattel Mortgage was entered into between Baker and Boatmen's secured by the Cars (the "Chattel Mortgage"). The Chattel Mortgage was recorded with the Interstate Commerce Commission on April 22, 1994 pursuant to Section 11303 of the Interstate Commerce Act (49 U.S.C. § 11303) under Recordation No. 18782.
4. NationsBank, N.A. as successor to Boatmen's hereby irrevocably releases all of its rights, title and interest held by it pursuant to the Chattel Mortgage, relating to the specific collateral set forth in Exhibit A attached hereto and by this reference made a part hereof.

NationsBank, N.A., successor to
Boatmen's First National Bank of
Kansas City.

By: 
Daniel R. Graham

Its: AVD
Assistant Vice President

I Daniel R. Graham certify that I am Assistant Vice President of NationsBank, N.A., f/k/a Boatmen's First National Bank of Kansas City, that the seal affixed to the foregoing instrument is the seal of said association, that the instrument was signed and sealed on behalf of the association by authority of its Board of Directors, and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the association.

Executed on this 24th day of November, 1997.

By: [Signature]
Name: DANIEL R. GRAHAM
Title: AVP

State of Missouri)
: ss
County of St. Louis)

Before Me, a Notary Public in and for said County and State, on this day personally appeared Daniel R. Graham known to me to be the person duly sworn as Assistant Vice President of the Corporation named in the foregoing Partial Release of Chattel Mortgage subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office, this 24th day of November, 1997.

[Signature]
Harriett Weintrop

My Commission Expires: June 26, 2001



**RELEASE OF COLLATERAL ASSIGNMENT OF
RAILROAD CAR NET LEASE AGREEMENT**

For Value Received, NationsBank, N.A. ("NationsBank") successor to Boatmen's First National Bank of Kansas City ("Boatmen's") hereby state as follows:

1. On July 7, 1987, Caldwell Baker Corporation, as agent for First Security Bank of Rock Springs, Trustee (successor in interest to First Security State Bank, Trustee) entered into a Railroad Car Net Lease Agreement for certain railroad cars as set forth therein (the "Cars") (or so many of the cars as were still existence), with Burlington Northern Railroad Company as Lessee (the "BN Lease"). The BN Lease was recorded with the Interstate Commerce Commission on July 28, 1987 pursuant to Section 11303 of the Interstate Commerce Act (49 U.S.C. §11303) under Recordation No. 5273.

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4. NationsBank, N.A. as successor to Boatmen's hereby irrevocable releases all of its rights, title and interest held by it pursuant to the Chattel Mortgage, relating to the specific collateral set forth in Exhibit A attached hereto and by this reference made a part hereof.

NationsBank, N.A, successor to
Boatmen's First National Bank of
Kansas City.

By: _____

Daniel R. Graham

Its: _____

AVP
Assistant Vice President

1993

" EXHIBIT A"

1

THE BAKER GROUP CARS PURCHASED FROM FIRST SECURITY BANK OF ROCK SPRINGS
(NOT INCLUSIVE)

464042	BN
464087	BN
464100	BN
464101	BN
464112	BN
464115	BN
464165	BN
464166	BN
464170	BN
464173	BN
464175	BN
464177	BN
464192	BN
464193	BN
464197	BN
464198	BN
464199	BN
464201	BN
464202	BN
464203	BN
464204	BN
464207	BN
464208	BN
464211	BN
464212	BN
464214	BN